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MEMORANDUM OF ASSOCIATION
OF THE
Queen Charlotte Mining Company
LIMITED.

1. The name of the Company is "THE QUEEN CHARLOTTE MINING COMPANY."
2. The Registered Office of the Company is established in Victoria, V. I.
3. The object for which the Company is established is Mining on an island called by the Indians "Skineuttle," in a harbor called by the Indians "Sockalee," about (20) twenty miles north of the southern end of Queen Charlotte Island, and also on the main island upon a lode or veins to be selected in the compass of the said described Sockalee Harbor.
4. The liability of the Shareholders is "limited."
5. The nominal capital of the Company is Thirty thousand dollars (\$30,000), divided into (300) Three hundred shares of (\$100) One hundred dollars each.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company, in pursuance of this Memorandum of Association, and we respectively agree to take the number of Shares in the Capital of the Company set opposite our respective names.

Here follow the Names of the Subscribers-

NW
971.352
Q33

ARTICLES OF ASSOCIATION

OF THE

Queen Charlotte Mining Company LIMITED.

THE Company accepts the regulations prescribed in "Table B" of the "Joint Stock Companies' Act, 1856 and 1857," as the Articles of Association of the Company, with the following exceptions and additions, to wit:

Article 2. Table B. The words "twenty days" shall not apply, and five days be substituted, as the notice necessary for Calls on Shares.

Art. 4. Table B. The words "five pounds per cent" shall not apply; and two per cent per month be substituted, as the rate of interest chargeable on Calls not paid at maturity.

Art. 8. Table B. The words "one shilling" shall not apply and two shillings be substituted, as the amount of fee payable for a Certificate of share or shares and the amount paid up thereon.

Art. 9. Table B. The words "one shilling" shall not apply, and two shillings be substituted, as the amount of fee payable for renewal of Certificate.

Articles 15, 16, 17. Table B. In addition; in case of absence of any shareholder from the District of the Company reasonable time (at the option of the Company) must elapse for notice of delinquency to be received by delinquents and reply returned, before notice as in Art. 16 is sent, and an equally reasonable time between the sending of such notice and the declaration of forfeiture of Shares, in respect of which such notice is issued.

Art. 28. Table B. The words "seven days" shall not apply, and three days be substituted as the number of days notice to be given of the Meetings of the Company.

Art. 29. Table B. The words "three days" shall not apply, and one day be substituted as the number of days notice to be given of new business.

Art. 43. Table B. The words "one month" shall apply only to resident shareholders and in a case of prolonged absence of any Shareholder, a longer time may be granted at the discretion of the Company or its authorized officers, as the time during which a proxy shall be valid.

The powers of the Directors or Officers of the Company shall not extend to entering into Contracts or incurring liabilities not authorized by the Company in General Meeting; and, if in the opinion of the Directors or Officers, at any time, the interests of the Company would be subserved by increasing such powers, it shall be the duty of the Directors or Officers to call a meeting for the purpose.

All Contracts, whether written or by parol, and all promissory notes, drafts, acceptances, and bills of exchange, shall be made, signed, accepted or endorsed only by the expressly authorized officers of the Company.

The first General "Ordinary" Meeting of the Company shall be held on the Second Wednesday in January, 1862, and subsequent "Ordinary" Meetings on the first Wednesday in April, July and October of the same and succeeding years. The Annual Meeting shall be held on the second Wednesday in January of each year.

Any Shareholder at any time subsequent to the registration of his share, shall be entitled to vote in respect of such share without waiting "three calendar months" as in Art. 41. Table B. provided he shall have otherwise complied with regulations.

The following fees shall be chargeable in respect of the matters named, to wit:—For Inspection of Register at office of Company by non-shareholders, Four shillings: for Copy of Register or of Special Resolutions, for every 100 or less than 100 words, Two Shillings: for forwarding Memorandum and Articles of Association at request, for each copy, Four Shillings.